FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB 3090-0318
Est. Avg. Burden Hours
Per Response: 3 Hrs.

FCC Use Only (File Number)

Application for Assignment of Authorization or Consent to Transfer of Control of Licensee

Commercial Mobile Radio Services Rural Radiotelephone Service

FCC Use Only

### **FILING FEE**

(a) Fee Type Code	(b) Fee Multiple	(C) Fee Due for Fee Type Code in (s)	(d) Total Amount Due	FCC Use Only
See associated			\$	

### **ASSIGNOR OR TRANSFEROR**

ASSIGNUR OR IRANSF	ERUK		
T1. Name of Assignor or Transferor		lephone Number	
MobileMedia Corporation, Debtor-in-Possession	( 201 ) 969-4692		
T3. Assumed Name Used for Doing Business (if any)	T4. Fax Telephone Number ( 201 ) 969-4526		
T5. Mailing Street Address or P.O. Box			
One Executive Drive, Suite 500			
T6. City	T7. State	T8. Zip Code	
Fort Lee	NJ	07024	
T9. Name of Contact Representative (if other than Assignor or Transferor)	T10. Voice	Telephone Number	
Nancy J. Victory, Esq.	( 202 )	429-7388	
T11. Firm or Company Name	T12. Fax Ta	lephone Number	
Wiley, Rein & Fielding	(202)	429-7207	
T13. Mailing Street Address or P.O. Box			
1776 K Street, N.W.			
T14. City	T15. State	T16. Zip Code	
Washington	D.C.	20006	

1	Г <b>17</b> .	This application requests (T) Assignment of authorization	Consen	it to <u>Transfe</u>	r of Contr	ol of Licensee	
,	Γ18.	How will assignment or transfer of control be accomplished? (O*)		or other tran ee Section		signment of stock	<u>O</u> ther
-	Г19.	This assignment of authorization or transfer of control of licensee is	(v)	Voluntary	Involunt	ary	
[	Γ20.	Will this be a $\underline{\text{pro forma}}$ assignment or transfer of control? ( $N$ )	<u>Y</u> es	<u>N</u> o			
[	T21.	Is local or state authorization required for this assignment or transfer	of control?	(*)	<u>Y</u> es	*Applican No necessary s	it will obtain all tate authorizations

**AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED** 

				BE ASSIGNED OR TRANSFERRED
T22. Call Sign	T23. Radio Service	T24. Date of Grant	T25. How Obtained	T26. Name of Licensee (as appearing in FCC Records)
				See Exhibit 1
		·		
			,	

### **ASSIGNMENT OF STOCK**

Stock	Number of Shares	Classification		
Shares to be transferred	See Section II.C.	T28.		
Shares issued and outstanding	T29.	T30.		
Shares authorized	T31.	T32.		

### **ASSIGNEE OR TRANSFEREE**

T33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.	(See also FCC Form 430 at Section VII.D.)	1	Felephone Number 870-6700
T35. Assumed Name Used for Doing Business (	(if any)		lephone Number 836-2760
T37. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250			
T38. City Westborough		T39. State	T40. Zip Code 01581

### **NEW LICENSEE INFORMATION** (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee	T42. Voice Telephone Number			
MobileMedia License Co. L.L.C		(201) 969-4692		
T43. Assumed Name Used for Doing Business (if any)		T44. Fax Telephone Number ( 201 ) 969-4526		
T45. Mailing Street Address or P.O. Box	ATTN: Patricia A. Gray, Esq. One Executive Drive, Suite 500			
T46. City			T47. State	T48. Zip Code
Fort Lee			NJ	07024
T49. Taxpayer Identification Number		T50. Internet or e-mail add	Iress	
TBD		pgray@mobilecomm.com		

### **ALIEN OWNERSHIP**

T51.	Is the assignee or transferee a foreign government or the representative of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T52.	Is the assignee or transferee an alien or the representative of an alien?	(N)	Yes	<u>N</u> o
T53.	Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T54.	Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N)	<u>Y</u> es	<u>N</u> o
T55.	Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?  * If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.	(N)	<u>Y</u> es	<u>N</u> o

T56.	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) See See	Yes ction I	<u>№</u> 0 [.B.
T57.	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	<u>Y</u> es	<u>N</u> o
T58.	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferoe, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N)	<u>Y</u> es	<u>N</u> o
<b>T</b> 59.	Is the assignor or transferor, assignee or transferoe, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferoe, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N)	<u>Y</u> es	<u>N</u> o

### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing

Joseph A. Bondi

T61. Title

Chairman - Restructuring

T63. Date

September 1, 1998

### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

The ASSIGNEE or TRANSFEREE waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assigner or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any sult or proceeding had or commenced against, the assigner or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 882, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

T64. The assignee or transferee is a (an) (C) Individual Uninsorporated Association Partnership Corporation

T65. Typed Name of Person Signing Paul H. Kuzia F66. Title Executive Vice President, Technology and Regulatory Affairs

T67. Signature T68. Date

	BASIC QUALIFICATIONS			
T56.	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station	(N	) <u>Y</u> es	<u>N</u> o
	authorization, license, construction permit denied by the Commission?	See	Section	II.B
T57	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	( N	) <u>Y</u> es	<u>N</u> o
T58	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	( N	) <u>Y</u> es	<u>N</u> o
Т59	ls the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	( N	) <u>Y</u> es	<u>N</u> o
	ASSIGNOR OR TRANSFEROR CERTIFICATION			
ari ne pe	PASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the license and until the consent of the Federal Communications Commission has been given; that all exhibits attached or reference and are incorporated berein as if set out in full in this application; that neither the assignor or transferor is the includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 5 assession or distribution of a controlled substance and that all statements made in this application are true, comes or her knowledge and belief.	enced h Seubje 162, bec	erein are a mat ct to a denial o ause of a conv	erial part f Federal iction for
7 30	Typed Name of Person Signing  T61. Title			
62	T6.	3. Date		
5				

#### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

The ASSIGNEE or TRANSFEREE waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

T64. The assignee or transferee is a (an) (C) Individual	Unincorporated Association	Partnership Corporation	
T65. Typed Name of Person Signing	T66. Title		
Paul H. Kuzia	Executive Vice Technology and	President, Regulatory Affairs	
T67. Signature		T68. Date	
10m of sure		AUG 2 6 1998	

#### **AUTHORIZATIONS TO BE TRANSFERED**

MobileComm of the MidSouth, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Paging and Radiotelephone Service (CD). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KAF250 KDS306 KLB781 KQZ723

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

FEDERAL COMMUNICATIONS COMMISSION

Approved by OME 3060-6318
Est. Aug. Burden Hours
Per Response: 3 Hrs.

FCC Use Only (File Number)

Application for Assignment of Authorization or Consent to Transfer of Control of Licensee

Commercial Mobile Radio Services Rural Radiotelephone Service

FCC Use Only

### **FILING FEE**

	(a) Fee Type Code	(b) Fee Multiple	(C) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
١.		FCC Form 159		\$	

#### **ASSIGNOR OR TRANSFEROR**

ASSIGNOR OR TRANSF	EROR			
T1. Name of Assignor or Transferor	1	lephone Number		
MobileMedia Corporation, Debtor-in-Possession	( 201 )	969-4692		
T3. Assumed Name Used for Doing Business (if any)	•	T4. Fax Telephone Number ( 201 ) 969-4526		
T5. Mailing Street Address or P.O. Box				
One Executive Drive, Suite 500				
T6. City	T7. State	TB. Zip Code		
Fort Lee	NJ	07024		
T9. Name of Contact Representative (if other than Assignor or Transferor)	T10. Voice	Felephone Number		
Nancy J. Victory, Esq.	( 202 )	429-7388		
T11. Firm or Company Name	T12. Fax Te	lephone Number		
Wiley, Rein & Fielding	(202)	429-7207		
T13. Mailing Street Address or P.O. Box				
1776 K Street, N.W.				
T14. City	T15. State	T16. Zip Code		
Washington	D.C.	20006		

<b>T</b> 17.	This application requests (T) Assignment of authorization	Consen	t to <u>T</u> ransfe	r of Contr	ol of Licensee	
T18.	How will assignment or transfer of control be accomplished? (O*)	Sale o	or other tran ee Section	ster or as II.C.	signment of stock	<u>O</u> ther
T19.	This assignment of authorization or transfer of control of licensee is	(V)	<u>V</u> oluntary	<u>I</u> nvolunta	ary	
T20.	Will this be a $pro$ forma assignment or transfer of control? ( $N$ )	<u>Y</u> es	<u>N</u> o			
T21.	Is local or state authorization required for this assignment or transfer of	of control?	(*)	<u>Y</u> es	*Applican No necessary si	t will obtain all ate authorizations

AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED

T22. Call Sign	T23. Radio Service	T24. Date of Grant	T25. How Obtained	T26. Name of Licensee (as appearing in FCC Records)
				See Exhibit 1
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### **ASSIGNMENT OF STOCK**

Stock	Number of Shares	Classification
Shares to be transferred	See Section II.C.	T28.
Shares issued and outstanding	T29.	T30.
Shares authorized	T31.	T32.

### **ASSIGNEE OR TRANSFEREE**

T33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.	(See also FCC Form 430 at Section VII.D.)		Felephone Number 870-6700
T35. Assumed Name Used for Doing Business (if any)  T36. Fax Telephone Numl  ( 508 ) 836-2760		•	
T37. Mailing Street Address or P.O. Box			
1800 West Park Drive, Suite 250			
T38. City		T39. State	T40. Zip Code
Westborough		MA	01581

### **NEW LICENSEE INFORMATION** (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee  MobileMedia License Co. L.L.C		T42. Voice Telephone Number (201 ) 969-4692		
T43. Assumed Name Used for Doing Busines		T44. Fax Telephone Number ( 201 ) 969-4526		
T45. Mailing Street Address or P.O. Box	A. Gray, Esq. rive, Suite 500	<u></u>		
T46. City			T47. State	T48. Zip Code
Fort Lee			NJ	07024
T49. Taxpayer Identification Number TBD	T50. Internet or e-mail ad pgray@mobilecor			

### **ALIEN OWNERSHIP**

T5	. Is the assignee or transferee a foreign government or the representative of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T5:	ls the assignee or transferee an alien or the representative of an alien?	(N)	Yes	<u>N</u> o
T5:	Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T5	Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N)	<u>Y</u> es	<u>N</u> o
T5	Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?  • If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.	(N)	<u>Y</u> es	<u>N</u> o

T	r 56.	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) See Se	<u>Y</u> es ction I		
\ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	T 57.	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	<u>Y</u> es	Мо	
7	158.	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N)	<u>Y</u> es	<u>N</u> o	
	159.	Is the assignor or transferor, assignee or transferoe, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferoe, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N)	<u>Y</u> es	<u>N</u> o	
7	1					

#### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

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T60. Typed Name of Person Signing	T61. Title
Joseph A. Bondi	Chairman - Restructuring
T62. Signature	T63. Date
m vo	September 1, 1998
	Joseph A. Bondi

### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

The ASSIGNEE or TRANSFEREE waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

T64.	The assignee or transferae is a (an)	(C)	Individual	Unincorporate	ed Association	Partnership	Corporation
T65.	Typed Name of Person Signing		Paul H. Kuzia		1966. Title Tec		Vice President, Regulatory Affairs
T67.	Signature					T68. Date	B

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T56	156. Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station		) <u>Y</u> es	<u>N</u> o
	authorization, license, construction permit denied by the Commission?	See	Section	II.B
T57	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	( N	) <u>Y</u> es	<u>N</u> o
T58	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	( N	) <u>Y</u> es	<u>N</u> o
T59	ls the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N	) <u>Y</u> es	<u>N</u> o

### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

	on for est of
Tion. Typed Name of Person Signing  Total Title	
T 52. Signature T63. Sete	

#### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

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T64. The assignee or transferee is a (an) (C) Individual	Unincorporated Association	<u>Partnership</u>	Corporation
T65. Typed Name of Person Signing	T66. Title		
Paul H. Kuzia	Executive Vice Technology and	President, Regulatory	Affairs
T67. Signetture		T68. Date AUG	2 6 1998

#### **AUTHORIZATIONS TO BE TRANSFERED**

MobileComm of Florida, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Paging and Radiotelephone Service (CD). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KIA955	KIB527	<b>KIF649</b>	KIF650	KIY593	KLF639
KLF640	KNKL868	KNKL870	KNKL885	KNKM665	KNKM988
<b>KPA407</b>	<b>KPA411</b>	KPA432	<b>KPA443</b>	KRM959	KRM961
KRS664	KRS687	KTS206	WXS421		

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

2:54:39 PM, 8/25/98 Page 1

#### FEDERAL COMMUNICATIONS COMMISSION

Approved by OMB 3000-8319 Est. Avg. Burden Hours Per Response: 3 ffm. FCC Use Only (File Number)

# Application for Assignment of Authorization or Consent to Transfer of Control of Licensee

Commercial Mobile Radio Services Rural Radiotelephone Service

FCC Use Only

### **FILING FEE**

(a) Fee Type Code	(b) Fee Multiple	(C) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See associated			\$	

#### **ASSIGNOR OR TRANSFEROR**

ASSIGNOR OR I KANSF	ENUR			
T1. Name of Assignor or Transferor  MobileMedia Corporation, Debtor-in-Possession	T2. Voice Telephone Number (201) 969-4692			
T3. Assumed Name Used for Doing Business (if any)	T4. Fax Telephone Number ( 201 ) 969-4526			
T5. Mailing Street Address or P.O. Box				
One Executive Drive, Suite 500				
T6. City	T7. State	T8. Zip Code		
Fort Lee	NJ	07024		
T9. Name of Contact Representative (if other than Assignor or Transferor)	T10. Voice	Telephone Number		
Nancy J. Victory, Esq.	( 202 )	429-7388		
T11. Firm or Company Name Wiley, Rein & Fielding	i .	lephone Number 429-7207		
T13. Mailing Street Address or P.O. Box 1776 K Street, N.W.				
T14. City	T15. State	T16. Zip Code		
Washington	D.C.	20006		

T17.	This application requests (T) Assignment of authorization	Consent to Transfer of Control of Licensee
T18.	How will assignment or transfer of control be accomplished? (O*)	Sale or other transfer or assignment of stock Other *See Section II.C.
T19.	This assignment of authorization or transfer of control of licensee is	(V) <u>V</u> oluntary <u>I</u> nvoluntary
T20.	. Will this be a <u>pro_forma_assignment or transfer of control?</u> ( $N$ )	Yes <u>N</u> o
T21.	. Is local or state authorization required for this assignment or transfer of	*Applicant will obtain all control? (*)  Yes No necessary state authorizations.

**AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED** 

AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED				
T22. Call Sign	T23. Radio Service	T24. Date of Grant	T25. How Obtained	T26. Name of Licensee (as appearing in FCC Records)
				See Exhibit 1
	-			
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### **ASSIGNMENT OF STOCK**

Stock	Number of Shares	Classification
Shares to be transferred	See Section II.C.	T28.
Shares issued and outstanding	T29.	T30.
Shares authorized	T31.	T32.

### **ASSIGNEE OR TRANSFEREE**

T33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.	(See also FCC Form 430 at Section VII.D.)	T34. Voice Telephone Number ( 508 ) 870-6700		
T35. Assumed Name Used for Doing Business (	T36. Fax Telephone Number ( 508 ) 836-2760			
T37. Mailing Street Address or P.O. Box				
1800 West Park Drive, Suite 250				
T38. City		T39. State	T40. Zip Code	
Westborough		MA	01581	

## NEW LICENSEE INFORMATION (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee  MobileMedia License Co. L.L.C.	;	Telephone Number ) 969-4692
T43. Assumed Name Used for Doing Business (if any)		969-4526
T45. Mailing Street Address or P.O. Box  ATTN: Patricia  One Executive D	•	
T46. City	T47. State	T48. Zip Code
Fort Lee	NJ	07024
T49. Taxpayer Identification Number  TBD	T50. Internet or e-mail address pgray@mobilecomm.com	

### **ALIEN OWNERSHIP**

T51.	Is the assignee or transferee a foreign government or the representative of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T52.	Is the assignee or transferee an alien or the representative of an alien?	(N)	<u>Y</u> es	<u>N</u> o
T53.	Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T54.	is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N)	<u>Y</u> es	<u>N</u> o
T55.	is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?  • If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.	(N)	<u>Y</u> es	<u>N</u> o

T56	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) See Se	Yes ction I	<u>N</u> o I.B.
T:57	Has the assignor or transferor, assignee or transferoe, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	Yes	<u>N</u> o
T 58	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N)	<u>Y</u> es	<u>N</u> o
59	Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N)	<u>Y</u> es	<u>N</u> o

#### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing

Joseph A. Bondi

T61. Title

Chairman - Restructuring

T63. Date

September 1, 1998

#### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

The ASSIGNEE or TRANSFEREE waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee contifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferse agrees to assume all obligations and abide by all conditions imposed upon the assigner or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assigner or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

T64. The assignee or transferee is a (an) (C) Individual Unincorporated Association Partnership Corporation

T65. Typed Name of Person Signing Paul H. Kuzia

T67. Signature

Partnership Corporation

Executive Vice President, Technology and Regulatory Affairs

T68. Date

T56.	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station	(N	) <u>Y</u> es	<u>N</u> o
	authorization, license, construction permit denied by the Commission?	See	Section	II.B
T57	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N	) <u>Y</u> es	<u>N</u> o
T58.	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	( N	) <u>Y</u> es	<u>N</u> o
T59.	, is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	(N	) <u>Y</u> es	<u>N</u> o

### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated berein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.
60. Typed Name of Person Signing T61. Title
62. Signature

### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

The ASSIGNEE or TRANSFEREE waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assigner or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assigner or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in good faith.

Hereit are true, complete and correct	O the Dest O	IIIS OF HER KHOWIE	age and bener, and are made in goo	o rann.	
T64. The assignee or transferee is a (an)	(C )	Individual	Unincorporated Association	Partnership	<u>C</u> orporation
T65. Typed Name of Person Signing			T66. Title		
Paul H. Kuzia			Executive V	ice President and Regulato	t rv Affairs
T67. Signature	/.			T68. Date	G 2 6 19 <b>98</b>
1 - Jan of &	Ma				

#### **AUTHORIZATIONS TO BE TRANSFERED**

MobileComm Nationwide Operations, Inc., Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Paging and Radiotelephone Service (CD). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KNKG815	KNKG831	KNKG865	KNKG874	KNKK869	KNKK875
KNKL247	KNKL321	KNKM227	KNKM447	KNKM853	KNKM856
KNKM897	KNKM898	KNKM899	KNKM900	KNKM983	KNKM986
KNKO248	KNKO251	KNKO252	KNKO253	KNKO254	KNKO255
KNKO256	KNKO279	KNKO280	KNKO281	KNKO282	KNKO284
KNKO288	KNKO296	KNKO383	KNKO448	KNKO453	KNKO454
KNKO502	KNKO633	KNKO935	KNKP260	KNKP261	KNKP484
KNKP486	KNKP497	KNKP509	KNKS219	KNLM401	KNLM531
KNLM648	KNLM720				

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

2:54:00 PM, 8/25/98 Page 1

### FEDERAL COMMUNICATIONS COMMISSION

FCC Use Only (File Number)

Application for Assignment of Authorization or Consent to Transfer of Control of Licensee

Commercial Mobile Radio Services Rural Radiotelephone Service

FCC Use Only

### FILING FEE

(a) Fee Type Code	(b) Fee Multiple	(C) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
	FCC Form 159		\$	

ASSIGNOR OR TRANSFEROR	₹	
T1. Name of Assignor or Transferor	)	lephone Number
MobileMedia Corporation, Debtor-in-Possession	( 201 )	969-4692
T3. Assumed Name Used for Doing Business (if any)	1 .	phone Number 969-4526
T5. Mailing Street Address or P.O. Box		
One Executive Drive, Suite 500		
T6. City	T7. State	T8. Zip Code
Fort Lee	NJ	07024
T9. Name of Contact Representative (if other than Assignor or Transferor)	T10. Voice 1	Telephone Number
Nancy J. Victory, Esq.	( 202 )	429-7388
T11. Firm or Company Name	l	lephone Number
Wiley, Rein & Fielding	(202)	429-7207
T13. Mailing Street Address or P.O. Box		
1776 K Street, N.W.		
T14. City	T15. State	T16. Zip Code
Washington	D.C.	20006

<b>T</b> 17.	This application requests (T) Assignment of authorization	Consen	it to <u>T</u> ransfe	r of Contr	ol of Licensee	
T18.	How will assignment or transfer of control be accomplished? ( $O^*$ )		or other tran ee Section		signment of stock	<u>O</u> ther
T19.	This assignment of authorization or transfer of control of licensee is	( v )	<u>V</u> oluntary	Involunt	ary	
T20.	Will this be a <u>pro forma</u> assignment or transfer of control? ( $N$ )	<u>Y</u> es	<u>N</u> o			
T21.	Is local or state authorization required for this assignment or transfer of	f control?	(*)	<u>Y</u> es		t will obtain all tate authorizations

**AUTHORIZATION(S) TO BE ASSIGNED OR TRANSFERRED** 

		7011		AUTHORIZATION(S) TO BE ASSIGNE				
	T22. Call Sign	T23. Radio Service	T24. Date of Grant	T25. How Obtained	T26. Name of Licensee (as appearing in FCC Records)			
					See Exhibit 1			
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### **ASSIGNMENT OF STOCK**

	Stock	Number of Shares	Classification
S	nares to be transferred	See Section II.C.	T28.
S	nares issued and outstanding	T29.	T30.
\$	hares authorized	T31.	T32.

### **ASSIGNEE OR TRANSFEREE**

F33. Name of Assignee or Transferee New Shareholders of Arch Communications Group, Inc.	(See also FCC Form 430 at Section VII.D.)	l	Felaphona Number ) 870-6700
T35. Assumed Name Used for Doing Business (if any)		ſ.	lephone Number 836-2760
T37. Mailing Street Address or P.O. Box 1800 West Park Drive, Suite 250		<del></del>	
T38. City Westborough		T39. State	T40. Zip Code 01581

### **NEW LICENSEE INFORMATION** (See Exhibit 1 and Section II.C.)

T41. Legal Name of Licensee		T42. Voice	Telephone Number			
MobileMedia License Co. L.L.C.		(201)	(201) 969-4692			
T43. Assumed Name Used for Doing Business (# any)		T44. Fax Telephone Number (201) 969-4526				
	atricia A. Gray, Esq. utive Drive, Suite 500	)				
T46. City		T47. State	T48. Zip Code			
Fort Lee		NJ	07024			
T49. Taxpayer Identification Number TBD	T50. Internet or e	-mail address	<del></del>			

### **ALIEN OWNERSHIP**

T51.	Is the assignee or transferee a foreign government or the representative of any foreign government?	(N)	<u>Y</u> es	<u>N</u> o
T52.	is the assignee or transferee an alien or the representative of an alien?	(N)	<u>Y</u> es	<u>N</u> o
T53.	Is the assignee or transferee a corporation organized under the laws of any foreign government?	(N)	<u>Y</u> es	Йo
T54.	Is the assignee or transferee a corporation of which any officer or director is an alien or of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	(N)	<u>Y</u> es	<u>N</u> o
T55.	Is the assignee or transferee a corporation directly or indirectly controlled by any other corporation of which any officer or more than one-fourth of the directors are aliens, or of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country?  * If "yes", attach exhibit explaining nature and extent of alien or foreign ownership or control.	(N)	<u>Y</u> es	<u>N</u> o

1	56.	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission?	(N) See See	Yes ction I	<u>№</u> I.B.
1	57.	Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N)	<u>Y</u> es	<u>N</u> o
	58.	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferoe, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N)	<u>Y</u> es	<u>N</u> o
		Is the assignor or transferor, assignee or transferoe, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferoe, or any party to this application, currently a party in any pending matter referred to in the precading two items?	(N)	<u>Y</u> es	<u>N</u> o

### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

The ASSIGNOR or TRANSFEROR represents that the authorization will not be assigned or that control of the licensee will not be transferred unless and until the consent of the Federal Communications Commission has been given; that all exhibits attached or referenced herein are a material part hereof and are incorporated herein as if set out in full in this application; that neither the assignor or transferor is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 6301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a conviction for possession or distribution of a controlled substance and that all statements made in this application are true, complete and correct to the best of his or her knowledge and belief.

T60. Typed Name of Person Signing

Joseph A. Bondi

T61. Title

Chairman - Restructuring

T63. Date

September 1, 1998

### **ASSIGNEE OR TRANSFEREE CERTIFICATION**

The ASSIGNEE or TRANSFEREE waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise. The assignee or transferee certifies that grant of this assignment or transfer of control would not cause the assignee or transferee to be in violation of the spectrum aggregation limit in 47 CFR Part 20. The assignee or transferee agrees to assume all obligations and abide by all conditions imposed upon the assignor or transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accrued by, or any suit or proceeding had or commenced against, the assignor or transferor prior to this assignment or transfer of control. Neither the assignee or transferee is subject to a denial of Federal benefits that includes FCC benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. Section 862, because of a perviction for possession or distribution of a controlled substance. The undersigned, individually and for the assignee or transferee, hereby certifies that the statements made herein are true, complete and correct to the best of his or her knowledge and belief, and are made in pegd faith.

T64. The assignee or transferee is a (an) (C) Individual Unincorporated Association Partnership Corporation

T65. Typed Name of Person Signing Paul H. Kuzia

T66. Title Executive Vice President, Technology and Regulatory Affairs

T67. Signature

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T56	Has the assignor or transferor, assignee or transferee, or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station		) <u>Y</u> es	<u>N</u> o
	authorization, license, construction permit denied by the Commission?	See	Section	II.B
T57	. Has the assignor or transferor, assignee or transferee, or any party to this application, or any party directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application ever been convicted of a felony by any state or federal court?	(N	) <u>Y</u> es	<u>N</u> o
T58	Has any court finally adjudged the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement or any other means or unfair methods of competition?	(N	) <u>Y</u> es	<u>N</u> o
T59	Is the assignor or transferor, assignee or transferee, or any party to this application, or any person directly or indirectly controlling the assignor or transferor, assignee or transferee, or any party to this application, currently a party in any pending matter referred to in the preceding two items?	( N	) <u>Y</u> es	<u>N</u> o

### **ASSIGNOR OR TRANSFEROR CERTIFICATION**

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T60. Typed Name of Person Signing	T61. Title
T6:: Signature	T63. Sale

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T64. The assignee or transferee is a (an) (C ) <u>I</u> ndividual	Unincorporated Association	<u>Partnership</u>	<u>C</u> orporation
T 5. Typed Name of Person Signing	T66. Title		
Paul H. Kusia	Executive Vice Technology and	e President, d Regulatory	Affairs
To7. Signature		T68. Date	2 6 1998

### **AUTHORIZATIONS TO BE TRANSFERED**

Mobile Communications Corporation of America, Debtor-In-Possession, currently holds the authorizations, or has pending applications, for the call signs listed below in the Paging and Radiotelephone Service (CD). These authorizations were obtained through the voluntary assignment of authorization (VA), voluntary transfer of control (VT), or uncontested applications (UA). As part of the proposed transaction, these license interests will be reorganized into a new affiliate, MobileMedia License Co. L.L.C. Accordingly, after closing, MobileMedia License Co. L.L.C. will be the new licensee of these call signs. See Section II.C.

KDS460 KNKJ474 KNKK976 KQZ788 WRV287

In preparation of this filing, Applicant has carefully reviewed its license database and other available records. In addition, Applicant has made every effort to consult and review the Commission's publicly available records. As a result, the information contained in this application, including this schedule of licenses, has been deemed to be true and correct to the best of Applicant's knowledge, information and belief. Nevertheless, it is possible that errors in the Applicant's or Commission's records or simple clerical mistakes may have resulted in some unintended inaccuracies in the instant application. Applicant will amend or supplement this application upon the discovery of any such errors or upon the discovery of new information. By this filing, however, Applicant intends to transfer all of its FCC licenses and pending applications.

2:57:57 PM, 8/25/98 Page 1

FEDERAL COMMUNICATIONS COMMISSION

Approved by CMB 3000-0319 Est. Avg. Burden Hours FCC Use Only (File Number)

Application for Assignment of Authorization or Consent to Transfer of Control of Licensee

Commercial Mobile Radio Services Rural Radiotelephone Service

FCC Use Only

### **FILING FEE**

a) Fee Type Code	(b) Fee Multiple	(C) Fee Due for Fee Type Code in (a)	(d) Total Amount Due	FCC Use Only
See associated			\$	

### **ASSIGNOR OR TRANSFEROR**

	1. Name of Assignor or Transferor		T2. Voice Telephone Number ( 201 ) 969-4692				
	MobileMedia Corporation, Debtor-in-Possession	( 201 )					
	73. Assumed Name Used for Doing Business (if any)		T4. Fax Telephone Number ( 201 ) 969-4526				
	75. Mailing Street Address or P.O. Box		<u></u>				
	One Executive Drive, Suite 500						
	F6. City	T7. State	TB. Zip Code				
	Fort Lee	NJ	07024				
<del>-</del>							
	T9. Name of Contact Representative (if other than Assignor or Transferor)		Telephone Number				
	Nancy J. Victory, Esq.	(202)	429-7388				
r	T11, Firm or Company Name	T12. Fax Te	ephone Number				
Wiley, Rein & Fielding (202)		429-7207					
ľ	T13. Mailing Street Address or P.O. Box						
I	1776 K Street, N.W.						
ı	II		· · · · · · · · · · · · · · · · · · ·				
-	T14. City	T15. State	T16. Zip Code				
-	T14. City Washington	T15. State D.C.	T16. Zip Code 20006				

T17. This application requests $(T)$ Assignment of authorization Consent to Transfer of Control of License						ol of Licensee	
T	18.	How will assignment or transfer of control be accomplished? (O*)	§ale o *Se	r other transee Section	sfer or as II.C.	signment of stock	<u>O</u> ther
Т	19.	This assignment of authorization or transfer of control of licensee is ( \(  \)	/ )	<u>V</u> oluntary	Involunt	ary	
7	Γ <b>20</b> .	Will this be a $pro$ forma assignment or transfer of control? ( $N$ )	<u>/</u> es	<u>N</u> o			
7	Γ21.	Is local or state authorization required for this assignment or transfer of co	ntrol?	(*)	<u>Y</u> e5	*Applicar	nt will obtain all tate authorizations